

PROGRESS IN THE MERGER PROCESS BETWEEN AFORE XXI AND AFORE BANORTE.

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Monterrey, N.L., December 6th, 2011. As a follow up to the material events published during the past months indicating that Grupo Financiero Banorte, S.A.B. de C.V. ("GFNORTE") (BMV: GFNORTEO) and the Mexican Social Security Institute ("IMSS") had reached the agreements in order to merge their respective pension fund retirement companies (Afores), GFNORTE informs:

1. In accordance to the Long Term Savings System legislation, on November 10th, the Ministry of Finance and Public Credit authorized the following through the Mexican National Commission for the Retirement Savings System ("CONSAR"):
 - (i) The IMSS, through the communiqué D00/100/073/2011, to acquire 49% of Banorte Generali, S.A. de C.V. Afore ("Afore Banorte") owned by Generali and subsidiaries, as well as to acquire an additional 1% stake of that Afore owned by Banco Mercantil del Norte, S.A. Grupo Financiero Banorte;
 - (ii) Banco Mercantil del Norte, S.A. Grupo Financiero Banorte, through the communiqué D00/100/074/2011, to acquire 50% of Afore XXI, S.A. de C.V.'s shares, the majority owned by Prudential International Investments Corporation, as well as the 1 share owned by the Siefores (Retirement Savings Funds) of Afore XXI owned by Prudential International Investments Corporation.
2. Also, through the communiqué D00/100/075/2011, CONSAR took note of the acquisition by Banorte Generali, S.A. de C.V., Afore ("Afore Banorte") of 1 share of Afore Banorte's Siefores owned by Banco Mercantil del Norte, S.A. Grupo Financiero Banorte.
3. After receiving the necessary authorizations, Afore XXI and Afore Banorte carried out all the corresponding transactions related to the share purchase of the capital stock to merge both Afores.

As a result, both Afores officially announced today that they have finalized the legal merger between Afore XXI and Afore Banorte, establishing Afore XXI Banorte, the largest in the financial system in terms of number of accounts and one of the largest in terms of managed funds. This merger will provide significant synergies and benefits to customers from both institutions, such as a blended fee of 1.33% as of 2012, initiatives that favor the development of the Retirement Savings.

GFNORTE reiterates its commitment to the financial community and investors to maintain modern and transparent in information disclosure, strictly in compliance with Mexico's "Ley de Mercado de Valores" (Securities Market Law).